

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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EAGLE TELECONFERENCING SERVICES, INC.

Civil Action No. 07 7827 (NRB)

Plaintiff,

-against-

**REPLY TO COUNTERCLAIM**  
**JURY DEMANDED**

COMPUNETIX, INC.

Defendant.

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Eagle Teleconferencing Services, Inc. (EAGLE) by its attorney, Harry J. Friedberg, hereby replies to the counterclaim of Compunetix, Inc. (COMPUNETIX) as follows:

1. Denies knowledge or information sufficient to form a belief as to the allegation set forth in paragraphs of the counterclaim numbered 55, 57, 58, and 68.
2. Denies the allegation set forth in the counterclaim in paragraphs numbered 56, 59, 60, 61, 62, 63, 65, 66, 67, 70, 71, 72, and 73.

**AS AND FOR A FIRST AFFIRMATIVE DEFENSE**

3. Defendant's counterclaim fails to state a claim upon which relief may be granted.

**AS AND FOR A SECOND AFFIRMATIVE DEFENSE**

4. Defendant's counterclaims are barred because of the principle of estoppel, compounding their faulty attempts to repair the systems purchased by Plaintiff.

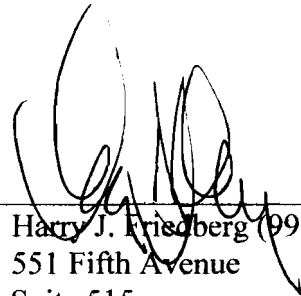
**AS AND FOR A THIRD AFFIRMATIVE DEFENSE**

5. Laches, by virtue of the failure of Defendant to pursue its remedies at law for the alleged non-payment they claim under their alleged contract.

**AS AND FOR A FOURTH AFFIRMATIVE DEFENSE**

6. Defendant's counterclaim is barred by the negligence of Defendant.

Dated: New York, New York  
October 16, 2007



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Harry J. Frischberg (9982)  
551 Fifth Avenue  
Suite 515  
New York, NY 10176  
(212) 867-0755  
Attorney for Plaintiff,  
Eagle Teleconferencing Services, Inc.

TO: Scott S. McKessy, Esq.  
Reed Smith LLP  
599 Lexington Avenue  
New York, NY 10022  
(212) 521-5400  
Attorneys for Defendant Compunetix, Inc.

STATE OF NEW YORK )

COUNTY OF NEW YORK ) ss:

Kathleen Yee, being duly sworn, say: I am not a party to the action, am over 18 years of age and resides in Westchester, New York.

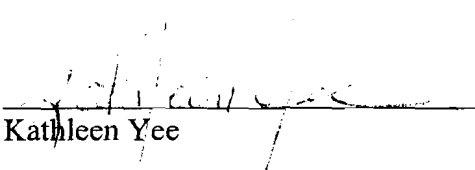
On October 18, 2007

I served the within Reply to Counterclaim

upon:

Scott S. McKessy, Esq.  
Reed Smith LLP  
599 Lexington Avenue  
New York, NY 10022

the address designated by said attorney(s) for that purpose by depositing a true copy of same enclosed in a post paid, properly addressed wrapper, in an official depository under the exclusive care and custody of the United States Postal Service within the State of New York.

  
Kathleen Yee

Sworn to before me  
on October 18, 2007

  
Notary Public

**HARRY J. FRIEDBERG**  
Notary Public, State of New York  
No. 60-1321580  
Qualified in Westchester County  
Term Expires Nov. 20, 2009